

DECLARATION AND POWER OF ATTORNEY

We, Darryn McDade and Jefferson Eugene Owen, as the below named inventors, hereby declare that:

Our residences, post office address and citizenship are as stated next to our respective names.

We believe we are the original, first and sole inventor (if only one name is listed below) or an original, first and joint inventor (if plural names are listed below) of the subject matter which is claimed and for which a patent is sought on the invention entitled:

**SYSTEM AND APPARATUS
FOR A DIGITAL AUDIO/VIDEO DECODER**

the specification of which is attached hereto.

We hereby state that we have reviewed and understand the contents of the above-identified specification, including the claims, as amended by any amendment referred to above.

We acknowledge the duty to disclose information which is material to the examination of this application in accordance with Title 37, Code of Federal Regulations, Section 1.56(a).

We hereby declare that all statements made herein of our own knowledge are true and that all statements made on information and belief are believed to be true; and further that these statements were made with the knowledge that willful false statements and the like so made are punishable by fine or imprisonment, or both, under Section 1001 of Title 18 of the United States Code and that such willful false statements may jeopardize the validity of the application or any patent issued thereon.

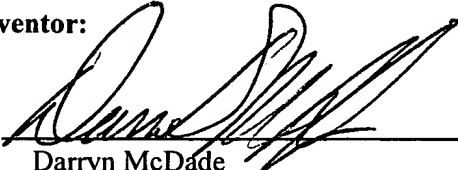
As named inventor(s), we hereby appoint the following attorney(s) jointly and severally, to prosecute this application and transact all business in the Patent and Trademark Office connected therewith and to file any and all International Application(s) with respect thereto and to act on my behalf before the competent International Authorities with respect thereto:

Lisa K. Jorgenson	Reg. No. 34,845
Mark E. McBurney	Reg. No. 33,114
Robert D. McCutcheon	Reg. No. 38,717
Theodore E. Galanthay	Reg. No. 24,122
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Daniel F. Perez	Reg. No. 33,755
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Full name of first inventor:

Inventor's Signature: 

Date: Nov 30, 1998

Inventor's Name:

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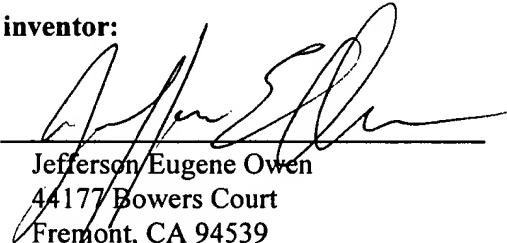
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Full name of second inventor:

Inventor's Signature: 

Date: 11/30/98

Inventor's Name:

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